

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

TEWARI DE-OX SYSTEMS, INC.,	§	
	§	
Plaintiff,	§	
	§	
v.	§	Civil Action No. SA:08-CV-00190-OLG
	§	
	§	
MOUNTAIN STATES/ROSEN, LLC,	§	
	§	
Defendant.	§	

**APPENDIX TO
PLAINTIFF'S MOTION TO DISMISS
FOR LACK OF SUBJECT-MATTER JURISDICTION AND BRIEF**

1.	Plaintiff's Original Complaint (abbreviated)	1 - 2
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(Local Counsel)

ATTORNEYS FOR PLAINTIFF

FILED

2008 MAR -7 P 4: 20

CLERK, US DISTRICT COURT
WESTERN DISTRICT OF TEXAS

BY _____
DEPUTY

Plaintiff

V.

MOUNTAIN STATES/ROSEN, LLC,
Defendant

S A08CA0190
CASE NO. 190

RF

Plaintiff, Tewari De-Ox Systems, Inc., brings this lawsuit against Mountain States Rosen, LLC and allege the following:

I. PARTIES

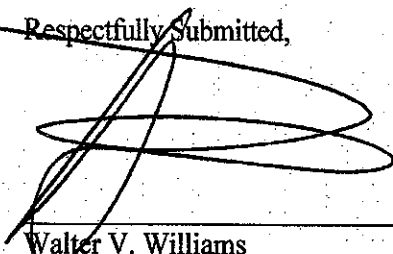
1. Plaintiff, Tewari De-Ox Systems, Inc. is a Texas corporation with its principal place of business at 3978 Pan Am Expressway North, San Antonio TX 78219.
2. Mountain States/Rosen, LLC is a Wyoming limited liability company with its principal place of business at Building C-16, Hunts Point Co-Op Market, Bronx, New York 10474 and may be served at that address by serving Bruce Rosen. It may also be served by serving its agent for service, Bryce R. Reece at 811 N. Glenn Road, Casper, Wyoming 82601.

II. JURISDICTION

3. This court has jurisdiction pursuant to 28 U.S.C. § 1332. Defendant Mountain States/Rosen, LLC is a Wyoming limited liability company with its principal place of business in the Bronx, New York. Plaintiff Tewari De-Ox Systems, Inc. is a Texas corporation with its principal place of business in Bexar County, Texas. The amount in controversy exceeds \$75,000.

- a. Cost of development of the Confidential and Proprietary Information;
 - b. Out of pocket expenses;
 - c. Lost profits;
 - d. Damages as a result of unjust enrichment;
 - e. A reasonable royalty for Defendant's misappropriation;
 - f. Disgorgement of Defendant's profits earned as a result of the breaches of various duties to Plaintiff;
 - g. And all other equitable, legal or other permitted remedies or recoveries;
2. Punitive or exemplary damages in an amount to be determined by the trier of fact;
 3. Issuance of an injunction against Defendant pursuant to Fed. R. Civ. P. 65;
 4. Prejudgment interest;
 5. Post judgment interest from the date of judgment until said judgment is paid;
 6. Costs of court;
 7. Reasonable attorneys' fees; and
 8. Such other and further relief, at law or equity, to which the Plaintiff may be justly entitled.

Respectfully Submitted,



Walter V. Williams
Texas Bar No. 21584800
Charles "Bo" Joseph
Texas Bar No. 24060048
WALTER V. WILLIAMS, P.C.
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IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

FILED
APR 8 8 2008
CLERK, U.S. DISTRICT COURT
WESTERN DISTRICT OF TEXAS
BY DEPUTY CLERK

TEWARI DE-OX SYSTEMS, INC.,

Plaintiff,

vs.

MOUNTAIN STATES/ROSEN LLC,

Defendant.

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§

Civil Action No. 5:08-CV-00190

Judge W. Royal Furgeson

DEFENDANT MOUNTAIN STATES/ROSEN LLC'S ORIGINAL ANSWER

Defendant Mountain States/Rosen LLC ("MTSR" or "Defendant"), by and through its attorneys, hereby submits its Original Answer. MTSR denies each and every allegation unless explicitly admitted herein and answers Plaintiff's Original Complaint as follows:

I. PARTIES

1. MTSR is without knowledge or information sufficient to admit or deny the allegations in Paragraph 1 of the Original Complaint and, therefore, denies each and every allegation therein.
2. MTSR admits the allegations in paragraph 2.

II. JURISDICTION

3. MTSR admits that the Court has jurisdiction pursuant to 28 U.S.C. § 1332.

III. JURY DEMAND

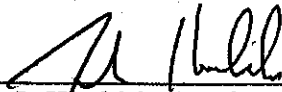
4. Plaintiff's Jury Demand requires no response.

III. (sic) FACTS

5. MTSR admits that it is a Wyoming limited liability company, that its business involves supplying lamb products in the United States, and that it has tested packaging systems for such lamb products. MTSR denies the remainder of each and every allegation in Paragraph 5.

Dated: April 25, 2008

Respectfully submitted,

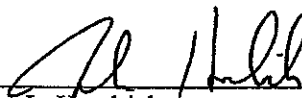


John L. Hendricks (*pro hac vice*) (TX00785954)
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HITCHCOCK EVERT LLP
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Dallas, Texas 75201
Telephone: (214) 953-1111
Facsimile: (214) 953-1121

ATTORNEY FOR DEFENDANT MOUNTAIN
STATES/ROSEN LLC

CERTIFICATE OF SERVICE

The undersigned certifies that a copy of the foregoing instrument was served on the attorneys of record for all parties to the above cause in accordance with the Federal Rules of Civil Procedure on the 25th day of April, 2008.



John L. Hendricks

FILED: 12/03/2001
CID: 2001-00427456
WY Secretary of State

**ARTICLES OF ORGANIZATION
OF
MOUNTAIN STATES/ROSEN, LLC**

188243

The undersigned, in order to form a limited liability company under the Wyoming Limited Liability Company Act, hereby adopts the following Articles of Organization:

ARTICLE I
Name

The name of the limited liability company is Mountain States/Rosen, LLC (the "Company").

ARTICLE II
Duration

Unless dissolved earlier according to law, the existence of the Company shall be perpetual.

ARTICLE III
Purpose and Powers

The purposes of the Company are (i) to purchase, process, and market lamb, veal, and other meat products, and (ii) to engage in any other business and investment activity in which a Wyoming limited liability company may lawfully be engaged, as determined by the members.

The Company has the power to do any and all acts necessary, appropriate, proper, advisable, incidental or convenient to or in furtherance of the purposes of the Company set forth above and has, without limitation, any and all powers that may be exercised on behalf of the Company by a management committee pursuant to the Operating Agreement.

ARTICLE IV
Registered Agent and Office

The name and address of the Company's registered agent is Bryce R. Reece, 81 North Glenn Road, Casper, Wyoming 82601.

ARTICLE V
Capital Contributions

The total cash contribution and agreed value of property other than cash is \$9,000,000.

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SECRETARY OF STATE
2001 DEC 3 AM 7 41

ARTICLE VI
Additional Capital Contributions

No additional contributions have been agreed to by the members at this time.

ARTICLE VII
Additional Members

The Company's Operating Agreement governs the admission of additional members and provides that no other person shall be admitted as a member, unless such person is admitted as an additional member by the Company's management committee in conjunction with the terms and conditions of additional capital contributions and additional units being made and issued in accordance with the Operating Agreement, or as a substitute member (as defined in the Operating Agreement).

ARTICLE VIII
Continuation of Business

The Company shall not be dissolved upon the occurrence of any event which is deemed to terminate the continued membership of a member. The Company's affairs shall not be required to be wound up. The Company shall continue without dissolution.

ARTICLE IX
Management

The management of the business and affairs of the Company shall be vested in the members. The members shall exercise all of the powers of the Company and shall have all of the rights, powers and authority to manage the business and affairs of the Company. The members shall adopt such policies, rules, and regulations and shall take such actions as they may deem advisable, provided that the members shall not act in a manner contrary to the Operating Agreement.

The names and addresses of the members are as follows:

Mountain States Lamb & Wool

PO Box 115
Casper, Wyoming 82602

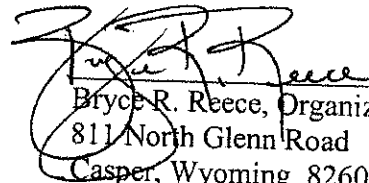
Bruce Rosen

Building C-16
Hunt's Point Cooperative Market
Bronx, New York 10474

David Gage

Building C-16
Hunt's Point Cooperative Market
Bronx, New York, 10474

29th IN WITNESS WHEREOF, these Articles of Organization have been executed this
day of November, 2001.

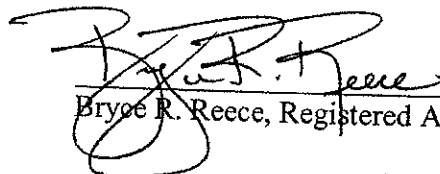

Bryce R. Reece, Organizer
811 North Glenn Road
Casper, Wyoming 82601

**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

I, Bryce R. Reece, voluntarily consent to serve as the registered agent for Mountain States/Rosen, LLC on the date shown below.

I certify that I am an individual who resides in the State of Wyoming and whose business office is identical with the registered office.

Dated this 29 day of November, 2001.


Bryce R. Reece, Registered Agent

**AMENDMENT TO ARTICLES OF ORGANIZATION
OF
MOUNTAIN STATES/ROSEN, LLC**

FILED: 01/25/2002
CID: 2001-00427456
WY Secretary of State
Doc. ID: 2002-00430858
193482

The undersigned, Interim-President of Mountain States/Rosen, LLC, a Wyoming limited liability company subject to the provisions of the Wyoming Limited Liability Company Act (the "Company"), does hereby certify that pursuant to the unanimous written consent of all the members of the Company, the following amendment to the Articles of Organization of Mountain States/Rosen, LLC, was duly adopted:

Article IX is amended, in its entirety, as follows:

**ARTICLE IX
Management**

The management of the business and affairs of the Company shall be vested in the members. The members shall exercise all of the powers of the Company and shall have all of the rights, powers and authority to manage the business and affairs of the Company. The members shall adopt such policies, rules, and regulations and shall take such actions as they may deem advisable, provided that the members shall not act in a manner contrary to the Operating Agreement.

The names and addresses of the members are as follows:

Mountain States Lamb & Wool	PO Box 115 Casper, Wyoming 82602
B. Rosen & Sons, Inc.	Building C-16 Hunt's Point Cooperative Market Bronx, New York 10474

IN WITNESS WHEREOF, I have subscribed my name hereto this 23 day of January, 2002.


Brad Boner, Interim-President

JAN-24-2012 12:43 FROM:WYO STATE ARCHIVES 3077777044

TO: 7775339

P.3

FILED: 07/02/2001
CID: 2001-00422140
WY Secretary of State

**ARTICLES OF ORGANIZATION
OF
MOUNTAIN STATES LAMB AND WOOL COOPERATIVE**

**A COOPERATIVE ORGANIZED UNDER
THE WYOMING PROCESSING COOPERATIVE LAW
(WYOMING STATUTES §§ 17-10-201 TO 17-10-253)**

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TO: 7775339

P.4/14

**ARTICLES OF ORGANIZATION
OF
MOUNTAIN STATES LAMB AND WOOL COOPERATIVE**

**A COOPERATIVE ORGANIZED UNDER
THE WYOMING PROCESSING COOPERATIVE LAW
(Wyoming Statutes §§ 17-10-201 to 17-10-253)**

The undersigned, in order to form a cooperative as an unincorporated association under Wyoming Statutes, §§ 17-10-201 to 17-10-253 (referred to as the "Organizing Act"), do hereby adopt and execute the following Articles of Organization:

ARTICLE I

NAME, PRINCIPAL PLACE OF BUSINESS, REGISTERED OFFICE AND AGENT

The name of this Cooperative is Mountain States Lamb and Wool Cooperative. The principal place of business for this cooperative is P.O. Box 115, Casper, Wyoming 82602, in the county of Natrona. The registered office address of this cooperative is 811 N. Glen Road, Casper, Wyoming 82601, and the registered agent at that address is Bryce R. Reece.

ARTICLE II

PURPOSES AND POWERS

Section 2.1 Purposes. This Cooperative is organized for the following purposes:

- (a) to market and process the lamb and wool produced by its patron members and others;
- (b) to construct or otherwise provide processing, storage, and other facilities and related services to and for its patron members;
- (c) to engage in any activity in connection with the marketing, processing, storing, handling or utilization of lamb and wool or products of lamb, wool, sheep or products of sheep, or the providing of labor, or in connection with the purchase, hiring or use by its patrons of supplies, machinery or equipment, or in the financing of any such activities;
- (d) to engage in any activity connected with or related to any of the above purposes, and to engage in any other lawful purpose;

To this end, the business and activities of this Cooperative shall be conducted on a cooperative basis as provided in the Organizing Act and as may be further provided in these Articles or the Operating Agreement and Bylaws of this Cooperative.

Doc# 13863272

MOUNTAIN STATES LAMB AND JOIL COOPERATIVE

ARTICLES OF ORGANIZATION

Section 1.2 Powers. In addition to other powers, this Cooperative may perform every act and thing necessary, proper, incidental or convenient to the conduct of its business or the accomplishment of its purposes. This Cooperative shall have all powers, privileges and rights conferred upon it by Wyoming Statutes §§ 17-10-201 to 17-10-253. Without limiting the foregoing, this Cooperative shall have the power:

- (1) to borrow money from and to loan money to its patron members, nonmember patrons and others; to guarantee or stand as surety on loans made to its patron members, nonmember patrons and others by lenders; to issue bonds, deeds of trust, debentures, notes, and other obligations and to secure the same by pledge, mortgage, or trust deed on any real or personal property of this Cooperative; to draw, make, accept, endorse, guarantee, execute, and issue promissory notes, bills of exchange, drafts, warrants, warehouse receipts, certificates and other obligations, and negotiable or transferable instruments for any purpose deemed necessary to further the objects for which this Cooperative is formed;
- (2) to acquire, purchase, hold, lease, encumber, sell, exchange, and convey such real estate, buildings, and personal property as the business of this Cooperative may require;
- (3) to purchase, acquire, own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, equity or debt securities created by any legal entity wherever organized, with all the rights, powers and privileges of ownership thereof;
- (4) to borrow money, to incur obligations and to assume obligations of any other person, individual, or other legal entity, in any amount; and to make contracts for hire;
- (5) to issue equity and debt securities, whether certificated or uncertificated, as further provided in the Articles and in the Operating Agreement and Bylaws;
- (6) to join with other cooperatives, limited liability companies, partnerships, associations or other entities to form district, state, or national marketing, manufacturing, purchasing and service organizations, and other organizations engaged in the general purposes for which this Cooperative is formed, and to purchase, acquire, and hold the capital stock or other equity interests and the notes, bonds and other obligations of such organizations;
- (7) to have one or more offices, and to conduct any or all of its operations and business, and promote its purposes without restriction as to places or amounts; and
- (8) to carry on any other business in connection with the foregoing and to engage in any of said activities on its own account or as agent for others, or alone or in association with others; and to employ agents, consultants and nominees to perform any or all of the powers described or referred to herein.

The powers, privileges and rights specified in these Articles shall, except where otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other provision of these Articles. The enumeration of powers, privileges and rights

MOUNTAIN STATES LAMB AND WOOL COOPERATIVE

ARTICLES OF ORGANIZATION

in these Articles shall not be held to limit or restrict in any manner the general powers, privileges and rights conferred upon this Cooperative under applicable law.

ARTICLE III DURATION

Section 3.1 Perpetual Existence. This Cooperative shall have perpetual existence.

ARTICLE IV CAPITAL STRUCTURE

Section 4.1 Capital Interests. The capital ownership interests of this Cooperative are divided into units consisting of patron units and capital units. The patron units shall be divided into 10,000,000 wool units and 10,000,000 lamb units. There shall be 30,000,000 capital units. This Cooperative is authorized to issue a total of 50,000,000 units.

The property rights of the Members holding units will be unequal to the extent the Members hold different amounts of units and to the extent Members' patron units will only receive allocations and distributions based on patronage as provided in the Operating Agreement and Bylaws. In general, patron units collectively and nonpatron units collectively will be allocated profits and losses and will be distributed proportionately to the units issued, provided, however, at least 15% of the profits must be allocated and distributed to the patron units collectively regardless of the proportion of patron units and capital units. The Cooperative shall issue one or more Membership Certificates stating the number of units held by the Member. Except as may be limited by applicable law, these Articles, or the Operating Agreement and Bylaws, the Board of Directors of this Cooperative (the "Board of Directors") has the authority and power to establish and issue one or more classes of units, to set forth the designation of different classes of units, to fix the relative rights, preferences, privileges and limitations of each class of units, including the allocation of profits and losses from certain business activities to certain classes of units.

Section 4.2 Membership And Units.

(a) Membership in this Cooperative is restricted to the persons or entities who subscribe to a minimum number of units as prescribed by the Board of Directors of this Cooperative, and each member of this Cooperative must hold at least the minimum number of units prescribed by the Board of Directors. Only Members have voting power in this Cooperative. To become a patron member, a lamb or sheep producer must: (1) sign and complete a Membership Application and pay any membership fee prescribed by the Board of Directors for this Cooperative, (2) sign and complete a Uniform Marketing and Delivery Agreement requiring the member to deliver annually to the Cooperative a specified number of lambs or amount of wool (as outlined in the Operating Agreement and Bylaws of this Cooperative) per patron unit held by the member, (4) and comply with other requirements of membership as stated in these Articles and the Operating Agreement and Bylaws. The right to purchase patron units from the Cooperative is restricted to lamb or wool producers who meet the requirements and conditions of membership as provided in these Articles and in the Operating

MOUNTAIN STATES LAMB AND WOOL COOPERATIVE

ARTICLES OF ORGANIZATION

Agreement and Bylaws. Each Patron Member has one vote in the affairs of this Cooperative regardless of the number of patron units held by the Patron Member. A majority of the voting Patron Members shall determine the vote of all of the Patron Members collectively. The vote of the Patron Members collectively shall be in proportion to the number of issued patron units collectively held by the Patron Members to the total number of issued units subject to restrictions in the Organizing Act. Each Nonpatron Member has the voting power in proportion to the number of capital units held by the member to the total number of issued units.

(b) The units are transferable only with the approval of the Board of Directors, and then only to persons or entities eligible to hold the units. No purported transfer or assignment of any units to any person or entity not eligible to hold such units passes any privileges or rights on account of such units. No holder of units has any right whatsoever to require the redemption of its units except as provided in the Organizing Act. The units may be redeemed only at the option of the Board of Directors in accordance with the provisions of these Articles and the Operating Agreement and Bylaws and as provided in the Organizing Act. The Board of Directors has the authority to establish a redemption policy on terms and conditions it deems advisable in its sole discretion; provided, however, that a unit may never be redeemed for more than the value of the consideration for which the unit was issued, except as provided in the Organizing Act.

(c) For purposes of these Articles and the Operating Agreement and Bylaws, "producers of lamb" or "producers of wool" means persons (including individuals and other legal entities owned or controlled by individual farmers, ranchers or their family groups) that are engaged in the production or marketing of lamb or wool.

Section 4.3 Ineligibility Of A Member

(a) As may be more particularly provided for in the Operating Agreement and Bylaws, if the Board of Directors finds that any units of this Cooperative have come into the hands of any person or entity who is not eligible to own units or who has otherwise become ineligible for membership in this Cooperative, the Board of Directors of this Cooperative has the right, at its option to (1) to redeem the unit at an amount equal to the value of the consideration for which the unit was issued, or (2) to convert any patron unit into a capital unit an amount equal to the value of the patron unit. Upon such redemption or conversion, the rights of the member shall terminate or change accordingly.

(b) In exercising its right to redeem or to convert units under the preceding paragraph, this Cooperative may cancel the certificate or certificates of such units on its books in the event the holder fails to deliver the certificate or certificates evidencing such units to the Cooperative. If this Cooperative exercises its right to convert patron units into capital units, this Cooperative has no obligation to redeem the capital units, nor does the holder of such units have any right to demand the redemption of the units.

(c) Except as specifically provided for in the Operating Agreement and Bylaws, no action taken by this Cooperative with respect to its units modifies the obligations and liabilities of any holder thereof to this Cooperative under any uniform marketing and delivery

MOUNTAIN STATES LAMB AND WOOL COOPERATIVE

ARTICLES OF ORGANIZATION

contract or other contract between the holder and this Cooperative, nor impair the rights of this Cooperative under the contracts.

Section 4.4 Nonmember Patronage Transactions. Producers of lamb or wool who patronize this Cooperative under conditions established by the Board of Directors or as provided in the Operating Agreement and Bylaws but who are otherwise ineligible to be patron members of this Cooperative may nevertheless conduct business with this Cooperative on a patronage basis as a nonmember patron, if and as more particularly provided in the Operating Agreement and Bylaws or by policies and procedures established by the Board of Directors. The nonmember patrons are not members and are not entitled to voting rights or other rights and privileges incident to membership.

ARTICLE V LIQUIDATION

In the event of any dissolution, liquidation or winding up of this Cooperative, whether voluntary or involuntary, all debts and liabilities of this Cooperative shall be paid first according to their respective priorities. As more particularly provided in the Operating Agreement and Bylaws, the remaining assets shall then be paid to the holders of units to the extent of their interests shown on the books of the Cooperative. The Operating Agreement and Bylaws may provide more particularly for the allocation among the Patron Members and Nonpatron Members of this Cooperative of the consideration received in any merger or consolidation to which this Cooperative is a party.

ARTICLE VI FIRST LIEN

This Cooperative has a first lien on all units, accounts, including accounts payable under marketing contracts or otherwise and other interests standing on its books for all indebtedness of the respective holders or owners thereof to the cooperative. This Cooperative also has the right, exercisable at the option of the Board of Directors, to set off such indebtedness against the amount of such units, accounts or other interests standing on its books; provided, however, that nothing contained herein gives the owners of units, accounts or other interests any right to have such set off made.

ARTICLE VII BOARD OF DIRECTORS; ORGANIZERS

Section 7.1 Number and Board. The business and affairs of this Cooperative shall be managed by a Board of Directors of not less than five persons, as further provided in the Operating Agreement and Bylaws. Directors shall be elected by the members at the annual meeting of the Members of this Cooperative in such manner and for such terms as the Operating Agreement and Bylaws prescribe. The names and addresses of those who are to serve as organizing directors for the first term ending with the annual election of the directors in 2001 and until the qualification of their successors are as follows:

JAN-24-2012 12:44 FROM:WYO STATE ARCHIVES 3077777044

TO: 7775339

P.9/14

MOUNTAIN STATES LAMB AND JOOL COOPERATIVE

ARTICLES OF ORGANIZATION

	<u>Name</u>	<u>Address</u>
1.	Pat O'Toole	Box 159 Savory, WY 82332
2.	Brad Boner	Box 1345 Glenrock, WY 82637
3.	Peter John Camino	29257 Old Highway 87 Buffalo, WY 82834
4.	Jim Moore	RR 72, Box 20 Midwest, WY 82643
5.	Maroia Federer	1950 Federer Road Cheyenne, WY 82009

Section 7.2 Limitation on Liability. No director of this Cooperative shall be personally liable to the cooperative or its members for monetary damages for breach of fiduciary duty as a director, except for liability:

- (a) for a breach of the director's duty of loyalty to this Cooperative or its members;
- (b) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law;
- (c) for a transaction from which the director derived an improper personal benefit; or
- (d) for an act or omission occurring prior to the date when the provisions of this Article became effective.

It is the intention of the members of this Cooperative to eliminate or limit the personal liability of the directors of the cooperative to the greatest extent permitted under Wyoming law. If amendments to the Wyoming Statutes are passed after this Article becomes effective which authorize cooperatives to act to eliminate or further limit the personal liability of directors, then the liability of the directors of this Cooperative shall be eliminated or limited to the greatest extent permitted by the Wyoming Statutes, as so amended. Any repeal or modification of this Article by the unitholders of this Cooperative shall not adversely affect any right of, or any protection available to a director of this Cooperative which is in existence at the time of the repeal or modification.

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TO: 7775339

P.10/14

MOUNTAIN STATES LAMB AND . . . COOPERATIVE

ARTICLES OF ORGANIZATION

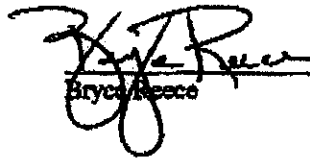
Section 7.3 Organizer. The name and address of the organizer (the "Organizer") who is a Wyoming resident:

	<u>Name</u>	<u>Address</u>
1.	Bryce Reece	811 N. Glenn Rd. Casper, WY 82601

**ARTICLE VIII
AMENDMENTS**

The Articles may be amended in accordance with Wyoming Statutes §§ 17-10-201 to 17-10-253.

IN TESTIMONY WHEREOF, these Articles have been signed by the following Organizer as of the 1st day of July, 2001.


Bryce Reece

JAN-24-2012 12:45 FROM:WYO STATE ARCHIVES 307777044

TO: 7775339

P.11/14

APPLICATION FOR CERTIFICATE OF AUTHORITY COOPERATIVE MARKETING ASSOCIATION

Wyoming Secretary of State
Corporations Division
The State Capitol Building
Cheyenne, WY 82002-0020

Phone (307) 777-7311/7312
Fax (307) 777-5339
E-mail: corporations@state.wy.us

1. The name of the cooperative as formed is: MOUNTAIN STATES LAMB & WOOL COOPERATIVE
2. It is formed under the laws of: WYOMING
3. The date of its formation is: JULY 1, 2001
and the period of its duration is: PERPETUAL
4. The address of its principal office is: 811 N. GLENN RD. CASPER, WYOMING 82601
5. The mailing address where correspondence and annual report forms can be sent:
PO BOX 115
CASPER, WY 82602
6. The physical address of its registered office in Wyoming and the name of its registered agent at that address is: BEYCE R. BENCE
811 N. GLENN RD.
CASPER, WY 82601

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(The agent must be an individual resident of Wyoming, a domestic corporation or not-for-profit domestic corporation or a foreign corporation or not-for-profit foreign corporation authorized to transact business in this state.)

JAN-24-2012 12:45 FROM:WYO STATE ARCHIVES 3077777044

TO: 7775339

P.12/14

7. The name and usual business addresses of its current directors and officers:

Office	Name	Address
President	BRAD BOWER	BOX 1345, GLENROCK, WY 82637
Vice-President	PAT O'TOOLE	BOX 159, SAVORY, WY 82332
Secretary	BRYCE REECE	BOX 115, CASPER, WY 82602
Treasurer	FRANK MOORE	3493 ROSS RD. RTE 3, DOUGLAS, WY 82633
Director	PETER JOHN CAMINO	29257 OLD HIGHWAY 87, BUFFALO, WY 82834
Director	JIM MOORE	RR 72, BOX 20, MIDWEST, WY 82643
Director	MARCIA FEDERER	1950 FEDERER RD., CHEYENNE, WY 82009

8. An estimate, expressed in dollars, of the value of the property of the cooperative located and employed in the state of Wyoming: \$ 500.00.
9. State the date this cooperative began doing business in Wyoming or the date it will begin to do business in Wyoming: JULY 1, 2001
10. The cooperative accepts the constitution of the state of Wyoming in compliance with the requirement of article 10, section 5, of the Wyoming constitution.

Date: JULY 1, 2001Signed: Title: SECRETARY

(May be executed by Chairman of Board, President or another of its officers)

Contact Person: BRYCE R. REECEDaytime Phone Number: 307-265-5250

For name availability purposes list the type of business the cooperative will be conducting:

Filing Fee: \$100.00

Instructions:

1. The completed application must be accompanied by an original certificate of existence/good standing or a document of similar import, dated not more than sixty (60) days prior to filing in Wyoming.
2. The application must be accompanied by a written consent to appointment executed by the registered agent.
3. The document shall be accompanied by one (1) exact or photo copy.

Revised: 6/2001

JAN-24-2012 12:45 FROM:WYO STATE ARCHIVES 307777044

TO: 7775339

P.13/14

**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

Wyoming Secretary of State
Corporations Division
The State Capitol Building
Cheyenne, WY 82002-0020

Phone (307) 777-7311/7312
Fax (307) 777-5339
E-mail: corporations@state.wy.us

I, BRYCE R. REECE, voluntarily consent to serve as the
registered agent for MOUNTAIN STATES LAMB AND WOOL COOPERATIVE
on the date shown below.

The registered agent certifies that he is: (circle one)

- ☒ (a) *An individual who resides in this state and whose business office is identical with the registered office;*
- ☐ (b) *A domestic corporation or not-for-profit domestic corporation whose business office is identical with the registered office; or*
- ☐ (c) *A foreign corporation or not-for-profit foreign corporation authorized to transact business in this state whose business office is identical with the registered office.*

Dated this 1st day of JULY, 2001.


Signature of Registered Agent

Revised: 5/2000



Wyoming Secretary of State
 State Capitol Building, Room 110
 200 West 24th Street
 Cheyenne, WY 82002-0020
 Ph. 307.777.7311
 Fax 307.777.5339
 Email: business@state.wy.us

Max Maxfield, WY Secretary of State
 FILED: 07/07/2011 10:54 AM
 Original ID: 2001-000422140
 Amendment ID: 2011-001229916

Statement of Change By Business Entity

1. Name of the business entity:

Mountain States Lamb and Wool Cooperative

2. Name of current registered agent and physical address of current registered office:

Current Registered Agent: **Bryce R Reece**

Current Registered Office: **817 N Glenn Road Casper, WY 82601**

3. Name of new registered agent and physical Wyoming address of new registered office (cannot be a PO Box):

New Registered Agent: **Rebecca J Gitthens**

For consistency the Secretary of State's Office will only keep one version of the agent's name on file.

New Registered Office: **327 East Center St Douglas, WY 82633**

Registered Agent Mailing
 Address (if different than above):

4. I hereby certify that the new registered office and the registered agent comply with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

5. The mailing address of my business should be changed to reflect the new registered office address. Yes ☒ No ☐

6. The principal address of my business should be changed to reflect the new registered office address. Yes ☒ No ☐

7. After the changes are made, the physical address of the registered office and business office of the registered agent will be identical.

Signature: Rebecca J. Gitthens
(Shall be executed by an authorized individual)

Date: **06/28/2011**
(mm/dd/yyyy)

Print Name: **Rebecca J Gitthens**

Contact Person: **Rebecca J Gitthens**

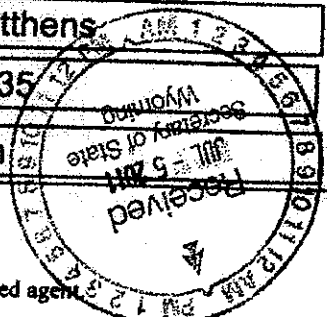
Title: **Director of Finance and Operations**

Daytime Phone: **(307) 358-0235**

Email: **becky@mslamb.com**

Checklist

- ☒ Filing Fee: Nonprofit Corporation - \$3.00 (by statute); All other business entities - No Fee
- ☒ The Statement must be accompanied by a written consent to appointment executed by the registered agent.
- ☒ Please submit one originally signed document and one exact photocopy of the filing.
- ☒ Please review form prior to submitting to the Secretary of State to ensure all areas have been completed to avoid a delay in the processing of your documents.





Wyoming Secretary of State
 State Capitol Building, Room 110
 200 West 24th Street
 Cheyenne, WY 82002-0020
 Ph. 307.777.7311
 Fax 307.777.5339
 Email: business@state.wy.us

Consent to Appointment by Registered Agent

I, Rebecca J Gitthens, registered office located at
(name of registered agent)
327 East Center Street
Douglas, WY 82633
 voluntarily consent to serve
 * *(registered office physical address, city, state & zip)*

as the registered agent for Mountain States Lamb and Wool Cooperative
(name of business entity)

I hereby certify that I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Signature: Rebecca J. Gitthens
(Shall be executed by the registered agent.)

Date: 06/28/2011

(mm/dd/yyyy)

Print Name: Rebecca J Gitthens Daytime Phone: (307) 358-0235

Title: Director of Finance and Operations Email: becky@mslamb.com

Registered Agent Mailing Address
 (if different than above):

***If this is a new address, complete the following:**

Previous Registered Office(s): 817 N Glenn Road
Casper, WY 82701

I hereby certify that:

- After the changes are made, the street address of my registered office and business office will be identical.
- This change affects every entity served by me and I have notified each entity of the registered office change.
- I certify that the above information is correct and I am in compliance with the requirements of W.S. 17-28-101 through W.S. 17-28-111.

Signature: Rebecca J. Gitthens
(Shall be executed by the registered agent.)

Date: 06/28/2011

(mm/dd/yyyy)

Checklist

- ☒ Submit one **originally signed** consent to appointment and one exact photocopy.

IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

TEWARI DE-OX SYSTEMS, INC.,

Plaintiff,

vs.

MOUNTAIN STATES/ROSEN LLC,

Defendant.

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Civil Action No. 5:08-CV-00190

Judge W. Royal Furgeson

**DEFENDANT MOUNTAIN STATES/ROSEN LLC'S OBJECTIONS AND RESPONSES
TO PLAINTIFF'S FIRST REQUEST FOR PRODUCTION TO DEFENDANT**

TO: Plaintiff Tewari De-Ox Systems, Inc., by and through its attorneys of record, Walter V. Williams and Charles "Bo" Joseph, Attorneys at Law, Capitol Center, 919 Congress Avenue, Suite 1425, Austin, Texas 78701.

Pursuant to Rule 34 of the Federal Rules of Civil Procedure, Defendant Mountain States/Rosen LLC, through its counsel of record, serves the following Objections and Responses to Plaintiff's First Request for Production to Defendant.

GENERAL OBJECTIONS

1. Defendant objects to each request to the extent it seeks information protected by the attorney-client privilege and/or the work product doctrine.
2. Defendant objects to each request to the extent that it seeks information not in the possession, custody, or control of Defendant.
3. Defendant objects to each request to the extent that it seeks information that is designated to be confidential by a third party and protected by a confidentiality agreement.
4. Defendant objects to each request to the extent it seeks information that is not relevant to this action, nor reasonably calculated to lead to the discovery of admissible evidence.
5. Defendant objects to each request to the extent that the burden or expense of the proposed discovery outweighs its likely benefit, taking into account the needs of the case, the amount in controversy, the parties' resources, the importance of the issues at stake in the litigation, and the importance of the proposed discovery in resolving the issues.

Defendant Mountain States/Rosen LLC's Objections and Responses to
Plaintiff's First Request for Production to Defendant—Page 1

Exhibit 4

Request No. 38. All documents regarding the use of any information provided by Dr. Tewari by Mountain States/Rosen LLC in its current packaging systems.

Response:

Defendant objects to this request because "any information" is ambiguous. Defendant does not use any "confidential" information provided by Dr. Tewari in its current packaging systems. If "any information" is meant to include non-confidential information, it is harassing, overbroad, unduly burdensome, and seeks documents that are not relevant to the claims or defenses of any party, nor reasonably calculated to lead to the discovery of admissible information.

Request No. 39. All documents which supporting [sic] the research and development performed by Mountain States/Rosen LLC that led to the development of any low or zero oxygen packaging system used by Mountain States/Rosen LLC.

Response:

Defendant objects to this request because it is ambiguous, harassing, overbroad, unduly burdensome, and seeks documents that are not relevant to the claims or defenses of any party, nor reasonably calculated to lead to the discovery of admissible information.

Request No. 40. All documents describing the corporate structure of Mountain States/Rosen LLC, including all parent and subsidiary entities since 2004.

Response:

Subject to its general objections, Defendant will produce responsive documents for inspection and copying at the office of its counsel of record upon request.

Request No. 41. All notes, studies, books, treatises, publications or documents which describe Mountain States/Rosen LLC's process for extending the shelf-life of its case ready meats.

Response:

Defendant objects to the extent this request is overbroad, harassing, and unduly burdensome. Defendant further objects to the extent that it seeks documents equally available to Plaintiff. Defendant will limit its production to studies, books, treatises, publications (if any) that Defendant consulted in conjunction with its processes for extending the shelf-life of its case ready meats.

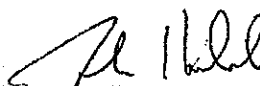
Request No. 49. All documents regarding Mountain States/Rosen LLC's "oxygen evacuation process that is standard in the industry," as described in the letter dated June 21, 2006 from Hitchcock Evert, LLP.

Response:

Subject to its general objections, Defendant will produce documents that concern Defendant's oxygen evacuation and packaging processes that Defendant has used since 2005, and will make any such responsive documents for inspection and copying at the office of its counsel of record upon request, after the Court has entered a Protective Order.

Dated: September 3, 2008

Respectfully submitted,




John L. Hendricks (*pro hac vice*) (TX00785954)
E-mail: jhendricks@hitchcockevert.com
HITCHCOCK EVERT LLP
750 North St. Paul Street, Suite 1110
Dallas, Texas 75201
Telephone: (214) 953-1111
Facsimile: (214) 953-1121

ATTORNEY FOR DEFENDANT MOUNTAIN
STATES/ROSEN LLC

CERTIFICATE OF SERVICE

The undersigned certifies that a copy of the foregoing instrument was served on the attorneys of record for Plaintiff in accordance with the Federal Rules of Civil Procedure on the 3rd day of September, 2008.



John L. Hendricks